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Name of Offeror or Contractor: UNITED DEFENSE LP		

SECTION A - SUPPLEMENTAL INFORMATION

1. This document is contract modification P00120 to Contract DAAE07-01-C-M011 which exercises an option for 11,848 hours pursuant to Special Provision H.40.

2. This modification impacts the contract amount. For funding, administrative and page substitution purposes, this modification follows Modification P00119. This modification increases funding for CLIN 0001. This action increases the total contract amount by \$1,562,568 from the prior amount of \$186,231,639 to a new total of \$187,794,207.

	Prior	This Change	Total
Estimated Cost	\$169,950,742	\$1,422,288	\$171,373,030
Fixed Fee	\$ 16,280,897	\$ 140,280	\$ 16,421,177
Cost Plus Fixed Fee	\$186,231,639	\$1,562,568	\$187,794,207

3. This modification acquires man-hours of support for STS-15 for Incorporating YR 3 BATS/BDT.

4. This modification serves as written notice pursuant to Special Provision H.40, that the Government is acquiring 11,848 man-hours of systems technical support. These hours are being acquired on the following SubCLIN:

SubCLIN	Prior	This Change	Total
0001AK	36,327	11,848	48,175
TOTAL	36,327	11,848	48,175

Special Provisions B.7 and H.40 allow the Government added man-hours of support provided:

a. Such hours do not exceed a maximum of 3,493,505.

b. The hourly cost and fixed fee is proportionate to the estimated cost and fixed fee established for the entire 3,493,505 hours.

c. The option is exercised prior to 30 November 2005.

5. This action is exercising the following option for 11,848 hours at \$131.884 per hour. Based on contractor input the estimated costs will be at the negotiated rate of \$140.67 (\$128.83 estimated costs and \$11.84 fixed fee). A total of \$1,562,568 is being obligated for this action, the projected \$(104,090) Variance to Estimated Negotiated Hourly Rate is based on the following:

a. Estimated Cost	11,848 hours	x	\$ 128.83	=	\$1,526,378
b. Fixed Fee	11,848 hours	x	\$ 11.84	=	140,280
c. CPFF			\$		1,666,658
d. Variance to Estimated Negotiated Hourly Rat				(104,090)	
e. Total					\$1,562,568

6. The parties to this agreement acknowledge that the contract is changed as set forth below:

a. Paragraph B.7 and CLIN(s) 0001AK are revised. CLIN(s) 0001DR is added in support of CLIN 0001AK.

b. Section G is revised to add the appropriation and administrative data for this action.

Name of Offeror or Contractor: UNITED DEFENSE LP

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0001AK	SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS				
	<u>SERVICES LINE ITEM</u>				\$ 1,601,521.00
	NOUN: STS 15 TRAINING DEVICES				
	PRON: 7206F84072 PRON AMD: 02 ACRN: AG				
	AMS CD: 311034				
	START DATE: DATE MODIFICATION SIGNED			Estimated Cost:	\$ 5,394,240
	COMPLETION DATE: 21 November 2003			Fixed Fee:	\$ 533,984
	LEVEL OF EFFORT: 48,175 hours			CPFF:	\$ 5,928,224
	MODIFICATION: P00031, 38, 53, 83, 98, 112, 113, 120,				
	(End of narrative C001)				
	<u>Inspection and Acceptance</u>				
	INSPECTION: Destination ACCEPTANCE: Destination				
	<u>Deliveries or Performance</u>				
	DLVR SCH	PERF COMPL			
	<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>		
	001	0	21-NOV-2003		
	\$ 1,601,521.00				

Name of Offeror or Contractor: UNITED DEFENSE LP

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0001DR	<div>SERVICES LINE ITEM</div> <div>NOUN: BATS STS PRON: 7236F57872PRON AMD: 01ACRN: DH AMS CD: 31103450006  SubCLIN for funding purposes in support of CLIN 0001AK.  Modification: P00120  (End of narrative B001)</div> <div>Inspection and Acceptance INSPECTION: DestinationACCEPTANCE: Destination</div> <div>Deliveries or Performance DLVR SCHPERF COMPL REL CDQUANTITYDATE 001021-NOV-2003  \$1,562,568.00</div>				\$1,562,568.00

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ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT

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B.1 to B.3 RESERVED

B.4 APPLICABILITY OF FEDERAL EXCISE TAX

Federal Excise Tax (FET) is not applicable to the contract items listed elsewhere in Section B of the contract. FET is not to be included in any prices under the contract.

B.5 CONTRACT DATA PRICE

The cost for data requirements of the contract is included within the cost plus fixed fee amounts for each CLIN.

B.6 BASIC - The Government Basic Award shall be 186,495 hours.

Estimated Hourly Cost	Hourly Fixed Fee
\$118.11	\$10.83

B.7 OPTION - ADDITIONAL SYSTEM TECHNICAL SUPPORT

In accordance with Paragraph H.40, the Government shall have the option to increase the number of system technical support hours by a maximum of 3,493,505. Hours optioned to date are 1,326,132, leaving 2,203,197 available for future option exercise. The hourly fixed fee listed below will remain in effect for option hours exercised in the specified time periods. The estimated hourly costs are for planning and budgetary purposes only and will vary from work directive to work directive. The funded amount for each work directive will be determined by the labor mix and Other Direct Costs (ODCs) for that specific effort.

	FROM	Through	Estimated Hourly Cost	Hourly Fixed Fee
a)	Basic Contract Award	30 November 2001	\$118.11	\$10.83
b)	01 December 2001	30 November 2002	\$118.11	\$10.83
c)	01 December 2002	30 November 2003	\$128.83	\$11.84
d)	01 December 2003	30 November 2004	\$127.96	\$11.75
e)	01 December 2004	30 November 2005	\$130.25	\$11.96

Solely for purpose of determining the Estimated hourly rates the most likely usage rates follow. The Government reserves the right to divert from these estimates.

a)	Basic Contract Award	30 November 2001	438,505 man-hours
b)	01 December 2001	30 November 2002	735,000 man-hours
c)	01 December 2002	30 November 2003	775,000 man-hours
d)	01 December 2003	30 November 2004	740,000 man-hours
e)	01 December 2004	30 November 2005	805,000 man-hours

For informational purposes, listed are the actual hours, by CLIN and Work Directive, optioned for Years 1 and 2 of the contract:

CLIN	HOURS EXERCISED YEAR 1 AND YEAR 2	FEE
0001AA	595,983	\$10.83
0001AB	189,652	\$10.83
0001AC	89,891	\$10.83
0001AF	141,243	\$10.83
0001AG	12,430	\$10.83
0001AK	36,047	\$10.83
0001AL	2,056	\$10.83
0001AN	1,500	\$10.83
0001AP	2,265	\$10.83
0001AS	23,984	\$10.83
0001AT	0	\$10.83
0001AU	15,586	\$10.83
0001BG	577	\$10.83
0001BH	1,200	\$10.83
0001BJ	17,650	\$10.83
0001BK	6,861	\$10.83

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0001BL	59,150	\$10.83
0001BX	6,850	\$10.83
0001BY	2,510	\$10.83
0001BZ	208	\$10.83
0001CM	10,800	\$10.83
0001CN	760	\$10.83
0001CT	10,750	\$10.83
0001CU	810	\$10.83
0001CY	69,940	\$10.83
0001CZ	464	\$10.83
0001DD	3,714	\$10.83
0001DJ	5,218	\$10.83
0002AA	25,832	\$10.83
0002AB	0	\$10.83
0003AA	44,597	\$10.83
0004AA	2,330	\$10.83
0004AB	360	\$10.83
0004AC	0	\$10.83
0004AD	1,784	\$10.83
0004AE	10	\$10.83
0004AF	330	\$10.83
0005AA	85,641	\$10.83
0005AC	2,736	\$10.83
0006AA	790	\$10.83
0006AD	400	\$10.83
0006AE	678	\$10.83

TOTAL YEAR 1 AND YEAR 2 1,473,587 dtd 20 Dec 2002, Modification P00112

CLIN	WORK DIRECTIVE	HOURS EXERCISED YEAR 1 AND YEAR 2	FEE
0003	W38-211-000 REV 05	44,597	10.83
0002	W38-311-000 REV 06	25,832	10.83
0006	W38-411-110 REV 00	400	10.83
0006	W38-511-110 REV 02	790	10.83
0006	W38-611-110 REV 00	678	10.83
0005	W39-000-000 REV 11	88,377	10.83
0001	W40-000-000 REV 01	6,046	10.83
0001	W41-000-000 REV 07	38,408	10.83
0001	W42-000-000 REV 27	385,750	10.83
0001	W43-000-000 REV 04	31,039	10.83
0001	W44-000-000 REV 06	22,314	10.83
0001	W45-000-000 REV 36	399,957	10.83
0001	W46-000-000 REV 07	113,999	10.83
0001	W47-000-000 REV 14	153,165	10.83
0001	W48-001-000 REV 02	598	10.83
0001	W48-002-000 REV 06	17,884	10.83
0001	W49-000-000 REV 05	86,119	10.83
0004	W53-300-000 REV 01	2,330	10.83
0004	W53-500-000 REV 00	1,784	10.83
0004	W53-600-000 REV 02	370	10.83
0004	W53-700-000 REV 00	330	10.83
0001	W79-000-000 REV 01	14,800	10.83
0001	W81-000-000 REV 00	9,270	10.83
0001	W82-000-000 REV 02	18,000	10.83
0001	W83-000-000 REV 01	10,750	10.83

TOTAL YEAR 1 AND YEAR 2 WDS 1,473,587 dtd 20 Dec 2002, Modification P00112

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B.8 The Contractor shall bill for fee only for hours incurred by the Prime Contractor and the following SubContractors:

Butler Services, Inc.  
General Dynamics Land Systems

\*\*\* END OF NARRATIVE B 001 \*\*\*

Name of Offeror or Contractor: UNITED DEFENSE LP

SECTION G - CONTRACT ADMINISTRATION DATA

LINE	PRON/	OBLG STAT/	INCREASE/DECREASE		CUMULATIVE
<u>ITEM</u>	<u>AMS CD</u>	<u>ACRN</u> <u>JOB ORD NO</u>	<u>PRIOR AMOUNT</u>	<u>AMOUNT</u>	<u>AMOUNT</u>
0001DR	7236F57872	DH 1	\$ 0.00	\$ 1,562,568.00	\$ 1,562,568.00
	31103450006	3ZGBTM			
			NET CHANGE	\$ 1,562,568.00	

SERVICE	NET CHANGE	ACCOUNTING		INCREASE/DECREASE
<u>NAME</u>	<u>BY ACRN</u>	<u>ACCOUNTING CLASSIFICATION</u>	<u>STATION</u>	<u>AMOUNT</u>
Army	DH	21 32033000035R5R03P31103431E9 S20113	W56HZV	\$ 1,562,568.00
NET CHANGE				\$ 1,562,568.00

PRIOR AMOUNT		INCREASE/DECREASE	CUMULATIVE
<u>OF AWARD</u>		<u>AMOUNT</u>	<u>OBLIG AMT</u>
NET CHANGE FOR AWARD:	\$ 186,231,639.00	\$ 1,562,568.00	\$ 187,794,207.00